ORDINANCE NO. 2380

AN ORDINANCE OF THE COMMON COUNCIL OF THE TOWN OF GILBERT, ARIZONA, AMENDING THE OFFICIAL ZONING MAP OF GILBERT, ARIZONA BY AMENDING ORDINANCES NOS. 1209, 1285, 1373, 1431, 1527, 1539, 1573, 1582, 1641AND 2298 PERTAINING TO THE SPECTRUM AT VAL VISTA PLANNED AREA DEVELOPMENT (PAD) BY REMOVING FROM THE SPECTRUM AT VAL VISTA PAD REAL PROPERTY CONSISTING OF APPROXIMATELY 51 ACRES, LOCATED AT THE SOUTHEAST CORNER OF VAL VISTA DRIVE AND PECOS ROAD, IN ZONING CASE Z12-09; APPROVING THE DEVELOPMENT PLAN FOR THE VAL VISTA SQUARE PLANNED AREA DEVELOPMENT; AND CHANGING THE ZONING CLASSIFICATION OF SAID REAL PROPERTY FROM 51 ACRES OF TOWN OF GILBERT REGIONAL COMMERCIAL (RC) WITH A PLANNED AREA DEVELOPMENT OVERLAY ZONING DISTRICT TO 51 ACRES OF REGIONAL COMMERCIAL (RC) ZONING DISTRICT WITH A PLANNED AREA DEVELOPMENT OVERLAY ZONING DISTRICT; PROVIDING FOR REPEAL OF CONFLICTING ORDINANCES; PROVIDING FOR NON-SEVERABILITY; AND PROVIDING FOR **PENALTIES**

WHEREAS, the Town Council has determined that this amendment to the Official Zoning Map conforms with the Town of Gilbert General Plan, any applicable Specific Area Plan, neighborhood, or other plan, and any overlay zoning district; and

WHEREAS, the Spectrum at Val Vista PAD was created by Ordinance No. 1209 and amended by Ordinances Nos. 1209, 1285, 1373, 1431, 1527, 1539, 1573, 1582, 1641 and 2298 pursuant to the provisions of the Town of Gilbert Unified Land Development Code, which was repealed February 1, 2005; and

WHEREAS, pursuant to the adoption of the Town of Gilbert Land Development Code and the Official Zoning Map, the underlying zoning classifications of the Spectrum at Val Vista PAD were amended from C-2 to Regional Commercial (RC) and

WHEREAS, all required public notice was provided and all required public meetings and hearings were held in accordance with applicable state and local laws;

WHEREAS, by adoption of this Ordinance, the Town Council desires to modify base zoning district regulations to implement policies in the General Plan; and

WHEREAS, that certain document entitled Exhibit 5: Val Vista Square Rezoning PAD Narrative, dated August, 2012, is hereby declared to be a public record and three copies are ordered to remain on file with the Town Clerk.

NOW THEREFORE, BE IT ORDAINED by the Common Council of the Town of Gilbert, Arizona, as follows:

Section I. In General.

- 1. The Official Zoning Map of the Town of Gilbert is hereby amended by amending Ordinance Nos. 1209, 1285, 1373, 1431, 1527, 1539, 1573, 1582, 1641 and 2298 relating to the Spectrum at Val Vista PAD to remove from the Spectrum at Val Vista PAD property consisting of approximately 51 acres described in the legal description, Exhibit 1, and as shown on the Zoning Exhibit (map) in Exhibit 2, both attached hereto and incorporated by reference herein.
- 2. The Val Vista Square Planned Area Development Plan, defined in Paragraph 4 herein and attached hereto as Development Plan, Exhibit 3, is hereby approved.
- 3. The Official Zoning Map of the Town of Gilbert, Arizona, is hereby amended by changing the zoning classification of property consisting of approximately 51 acres described in the legal description, Exhibit 1, and shown on the Zoning Exhibit (map) in Exhibit 2, from approximately 51 acres of Town of Gilbert Regional Commercial (RC) zoning district with a PAD overlay zoning district to approximately 51 acres of Regional Commercial (RC) zoning district with a PAD overlay zoning district as shown on and in accordance with the Development Plan, Exhibit 3 hereto.
 - 4. The following definitions shall apply:
 - a. "Project" shall mean the Val Vista Square PAD consisting of approximately 51 acres, located at the southeast corner of Val Vista Drive and Pecos Road.
 - b. "Development Plan" shall mean that certain document submitted pursuant to Section 3.104 of the Land Development Code, as follows:
 - Exhibit 3: Development Plan of Val Vista Square Planned Area Development, dated August 1, 2012.
- 5. The Property described in Paragraph 2 of this Section shall be used and developed in accordance with the Development Plan and the Land Development Code of the Town of Gilbert. In addition to conformance with the Development Plan, development of the Property shall be subject to the following conditions:
 - a. Completion of the proportionate share of Val Vista Drive and Pecos Road rights-of-way landscape improvements, directly adjacent to each portion of the Property under development, shall

- be completed prior to issuance of a Certificate of Occupancy for any building or unit located within that portion of the Property.
- b. Completion of the proportionate share of Market Street right-ofway improvements, directly adjacent to each portion of the Property under development, shall be completed prior to issuance of a Certificate of Occupancy for any building or unit located within that portion of the Property.
- The drainage from the portion of the Project bounded by Pecos c. Drive on the north, Val Vista Drive on the west, and Market Street on the south and east, was addressed in the "Final Drainage Report For Main Street Commons, Gilbert Arizona," dated April 2005. Drainage from the portion of the Project identified as Area 5 in Appendix G, Drainage Exhibit, of that report, which is attached hereto as Exhibit 4 shall utilize Tract "A" of the Main Street Commons Development Plan (also shown on Exhibit 4) for retention purposes, unless an alternate drainage solution is approved by the Planning Manager and Town Engineer. Tract "A" is located to the southeast of the Property on the southeast side of Market Street adjacent to the Santan Freeway Loop 202. . This requirement shall not apply to the portion of the property developed as the Veterans Administration Outpatient Clinic, generally located at the northeast corner of Val Vista Drive and Market Street. This requirement shall also not restrict the ability of other properties to drain into Tract "A" as long as retention volume is available and appropriate approvals are obtained. If a property within Area 5 demonstrates to the satisfaction of the Town Engineer that retention capacity within Tract "A" is no longer available, then other retention options may be utilized to meet retention requirements.
- d. Landscape improvements to Tract A shall be completed pursuant to the Val Vista Square Design Guidelines and prior to construction of any development within the Val Vista Square PAD other than the Veteran's Administration Clinic at the northeast corner of Val Vista Drive and Market Street.
- e. Construction of the Secondary Feature, as shown on the Development Plan located at the southwest corner of Market Street and Pecos Road shall be completed at the time of adjacent development and prior to issuance of a Certificate of Occupancy for any building within that portion of the Property.
- f. Construction of the Secondary Feature at the southeast corner of Market Street and Val Vista Drive shall be completed at the time

- of adjacent development and prior to issuance of a Certificate of Occupancy for any building within that portion of the Property.
- g. Construction of Project Entry Features shall be completed at the time of adjacent internal public or private roadway, driveway or other entry into the Project and prior to issuance of a certificate of occupancy for any building in the Project adjacent to said road or Entry Feature.
- i. The developer shall create a Property Owners Association (POA) for the ownership, maintenance, landscaping, improvements and preservation of all common areas and open space areas, and landscaping within the rights-of-way. This condition may be satisfied by joining and maintaining membership in the existing Spectrum Commercial Core Owner's Association if and only if said Association accepts ownership, maintenance, landscaping, improvements and preservation of all common areas and open space areas and landscaping within the rights-of-way of the Project. The Developer for each portion or phase of development within the Project shall record easements to be owned by the POA for pedestrian, bicycle, multi-use or trail system purposes as determined by the final plat, at the time of final plat recordation, or earlier if required by the Town Engineer. In recognition of the modifications to the underlying zoning regulations set forth herein, such easements shall be open to public access and use.
- j. Prior to final plat approval, the Developer for each portion or phase of development within the Project shall pay for its proportional share of water and sewer mains benefitting the Property, as required by the Town Engineer.
- k. Design Guidelines for the Project shall be reviewed and approved by the Design Review Board prior to or concurrent with approval of the first site plan for any portion or phase of development with the Project, except that the Project Design Guidelines and the requirement to prepare the Project Design Guidelines are not applicable to the Veteran's Administration Clinic.
- 1. The Project shall be developed in conformance with Gilbert's zoning requirements for the zoning district and all development shall comply with the Town of Gilbert Land Development Code, except as modified by the following:

	Modified Standards
Building Setback to Market Street	20'
Landscape Setback to Market Street	20'
Parking spaces between parking islands	10 spaces

Note 1: All buildings with frontage on Val Vista Drive and Pecos Road shall be subject to a 25' setback, as required by the LDC.

Note 2: All setbacks except the street front setbacks are considered internal to the overall PAD/Master Site Plan and therefore are 0' per Town standards.

m. Development of the Project shall be in compliance with the Project Overview, as set forth in Exhibit 5: Val Vista Square Rezoning PAD Narrative, dated August 2012, said Exhibit having been declared to be a public record.

Section II. Providing for Repeal of Conflicting Ordinances.

All ordinances and parts of ordinances in conflict with the provisions of this Ordinance or any part of the Code adopted herein by reference, are hereby repealed.

Section III. Providing for Non-Severability.

If any section, subsection, sentence, clause, phrase or portion of this Ordinance is for any reason held to be invalid or unconstitutional by the decision of any court of competent jurisdiction, then this entire ordinance is invalid and shall have no force or effect.

Section IV. Providing for Penalties.

Any person found responsible for violating this Ordinance shall be subject to the civil sanctions and habitual offender provisions set forth in Sections 5.1205 and 5.1206 of the Gilbert Land Development Code. Each day a violation continues, or the failure to perform any act or duty required by this zoning ordinance, the Zoning Code or by the Town of Gilbert Municipal Court continues, shall constitute a separate civil offense.

PASSED AND ADOPTED by the Common Council of the Town of Gilbert, Arizona, this 16th day of August 2012, by the following vote:

AYES: Cook, Cooper, Daniels,	Lewis, Petersen, Ray, Sentz
NAYES: None	ABSENT: None
EXCUSED: None	ABSTAINED: None
APPROVED this 16th day	of August 2012.
	John W. Lewis, Mayor
ATTEST: Catherine A. Templeton, Town Clerk	
APPROVED AS TO FORM:	Civ_
Curtis, Goodwin, Sullivan, Udall, & Schw Town Attorneys	vab, P.L.C.
By	
AND CORRECT COPY OF THE ORDI	N CLERK, DO HEREBY CERTIFY THAT A TRUE NANCE NO. ²³⁸⁰ ADOPTED BY THE OF GILBERT ON THE 16 th DAY OF AUGUST 2012, THE ²³ DAY OF August , 2012.

Catherine A. Templeton, Town Clerk

The following exhibits are attached hereto and incorporated herein:

- 1. Legal Description
- 2. Zoning Exhibit (map)
- 3. Development Plan
- 4. Final Drainage Report for Main Street Commons, Gilbert Arizona, dated April 2005, Appendix G
- 5. Val Vista Square Rezoning PAD Narrative

When recorded mail to:

Town of Gilbert

Town Clerk

OFFICIAL RECORDS OF MARICOPA COUNTY RECORDER HELEN PURCELL 20120742269 08/20/2012 11:46 N ELECTRONIC RECORDING Gilbert741-20-1-1--

50 East Civic Center Drive Gilbert AZ 85296

This area reserved for County Recorder

CAPTION HEADING Ordinance No. 2380

DO NOT REMOVE

Exhibits 1, 2, 3 and 4 which were adopted with and are incorporated into Ordinance No. 2380 are available for viewing in the Office of the Town Clerk, Town of Gilbert, 50 East Civic Center Drive Gilbert AZ 85296.

Exhibit 1	Legal Description
Exhibit 2	Zoning Exhibit (map)
Exhibit 3	Development Plan
Exhibit 4	Final Drainage Report for Main St Commons, Dated April
	2005, appendix G

FINDINGS OF FA

Case #: Z12-09 Val Vista Square Attachment 2: Finding of Fact August 16, 2012

Z12-09 – Val Vista Square

- 1. The proposed zoning amendment conforms to the General Plan as amended, any applicable Specific Area Plan, neighborhood, or other plan and any overlay zoning district.
- 2. All required public notice has been conducted in accordance with applicable state and local laws.
- 3. All required public meetings and hearings have been held in accordance with applicable state and local laws.
- 4. The proposed rezoning supports the Town's strategic initiative for Community Livability. It supports the motto "Gilbert: Clean, Safe, Vibrant."



EXUIBIT Case #: Z12-09 Val Vista Square Attachment 3: Zoning Ordinance **Exhibit 1 Legal Description** August 16, 2012

LEGAL DESCRIPTION EXHIBIT "ONE"

The land referred to in this report is described as follows:

PARCEL NO. 1:

Parcels 1, 2 and 4, Main Street Commons, according to the plat thereof, as recorded in Plat Book 753, Page 18, of the Public Records of Maricopa, County, Arizona.

PARCEL NO. 2:

Parcels 3, 6 and 7, Main Street Commons, according to the plat thereof, as recorded in Plat Book 753, Page 18, of the Public Records of Maricopa, County, Arizona.

PARCEL NO. 3:

An exclusive easement for construction, maintenance and operation of signs as more particularly set forth in that certain Sign Easement Agreement recorded in Document No. 07-1136372. (Parcel No. 3 is appurtenant to Parcel No. 2 only)

FDAZ0139.rdw

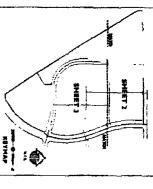
Title No.: FTA12011771

CONDITION OF TITLE REPORT SCHEDULE B

Fidelity National Title Insurance Company reports that Title Instruments, on the date hereof, disclose:

- Ownership of the Interest is in the name of:
 Gilbert Growth Properties LLC, a Delaware limited liability company
- 2. The following defects, liens and encumbrances (which are not necessarily shown in their order of priority) against the Interest:
 - 1. This Report is issued for Ownership and Legal only.
- 3. The following matters are disclosed by name only and the Company, without additional information, Is unable to determine whether any or all of these matters are defects, liens or encumbrances against the Interest:

NONE



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MAIN STREET COMMONS

A FINAL PLAT

GILBERT, ARIZONA

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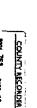
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MAIN STREET COMMONS FINAL PLAT

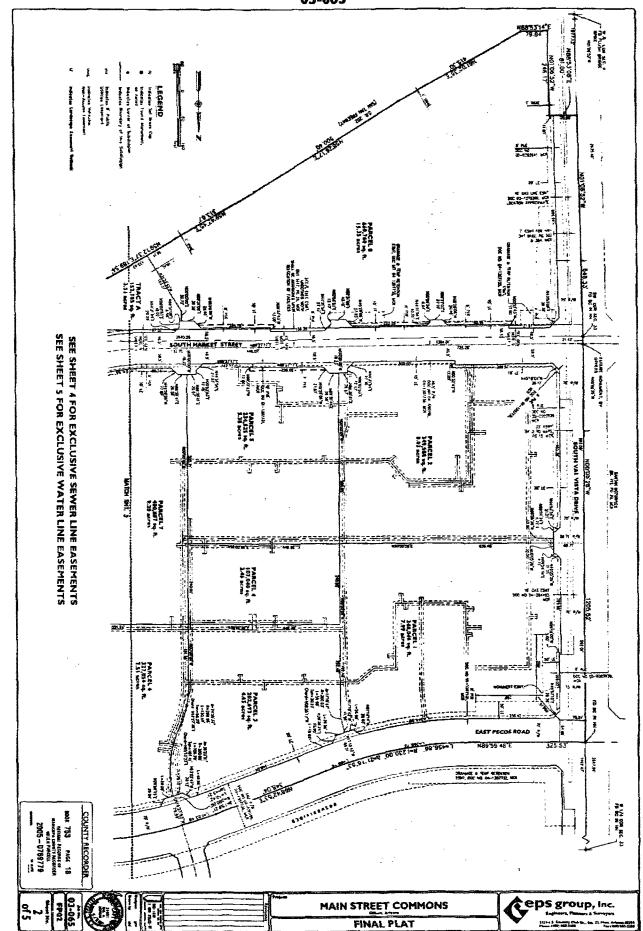
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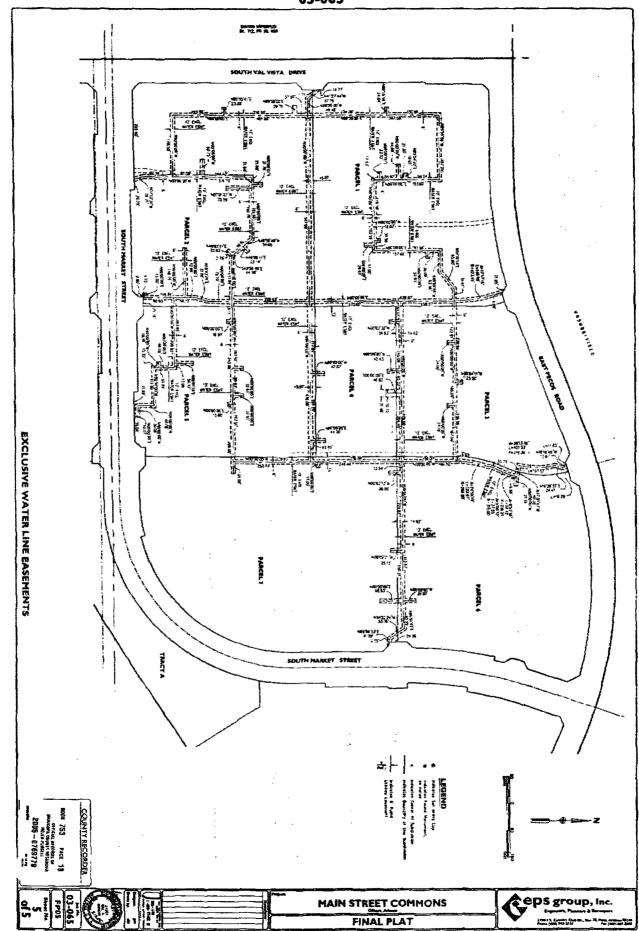


EXHIBIT B

Title No.: FTA12011775

LEGAL DESCRIPTION EXHIBIT "ONE"

The land referred to in this report is described as follows:

Parcel 5, Main Street Commons, according to the plat thereof, as recorded in Plat Book 753, Page 18, of the Public Records of Maricopa, County, Arizona.

FDAZ0139.rdw

Fidelity National Title Insurance Cu pany reports that Title Instruments, on the color hereof, disclose:

- Ownership of the Interest is in the name of:
 Adelson Fijan Properties II, an Arizona Limited Liability Company
- 2. The following defects, liens and encumbrances (which are not necessarily shown in their order of priority) against the Interest:
 - 1. This Report is issued for Ownership and Legal only.
- 3. The following matters are disclosed by name only and the Company, without additional information, Is unable to determine whether any or all of these matters are defects, liens or encumbrances against the Interest:

NONE

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Condition of Title Report



CICINITY MAP

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MAIN STREET COMMONS

A FINAL PLAT

GILBERT, ARIZONA

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CERTIFICATION

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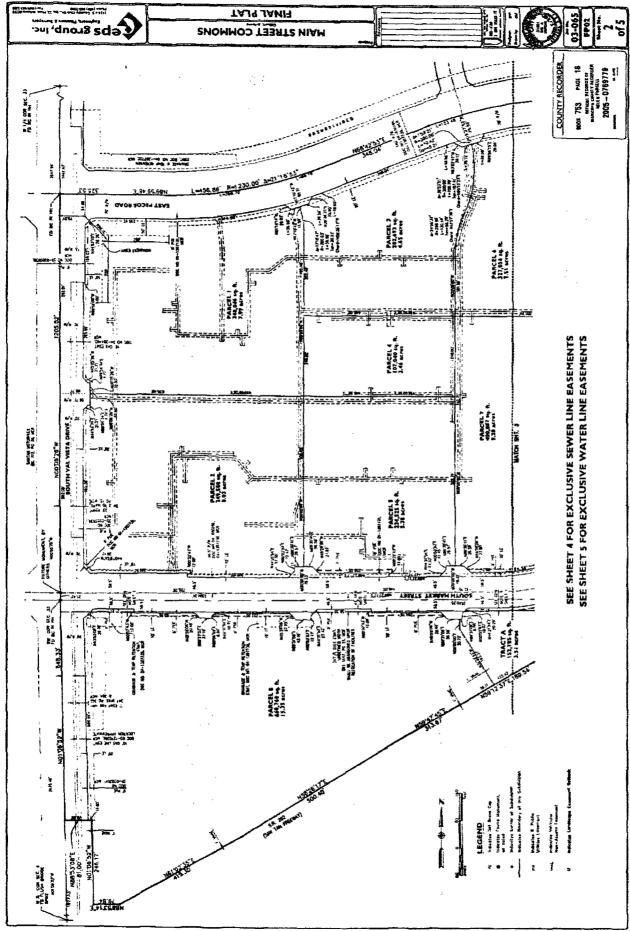
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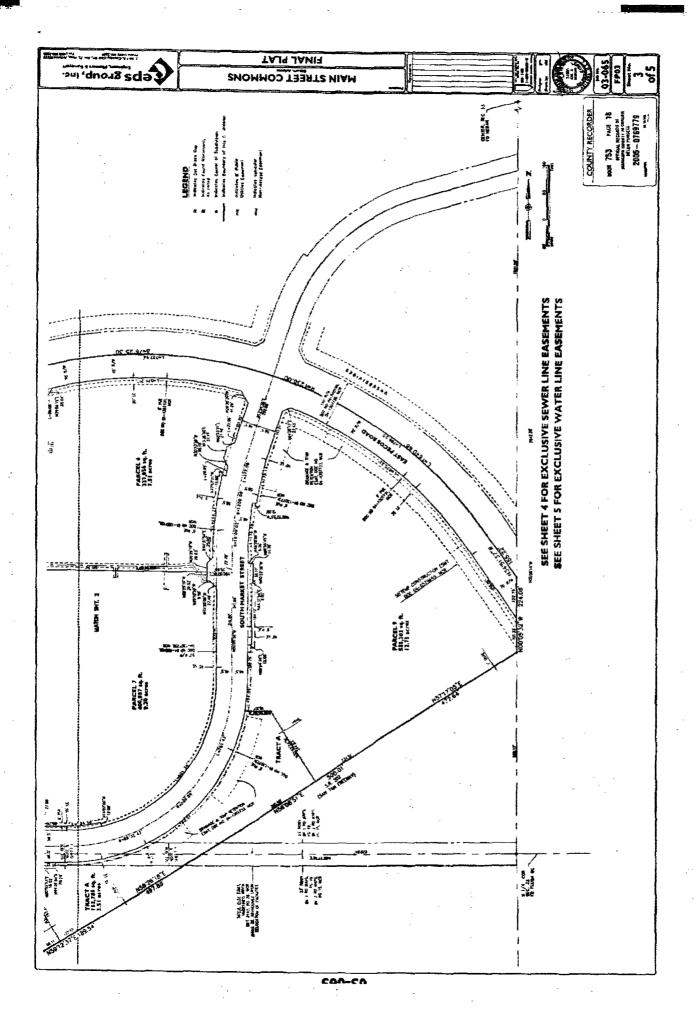
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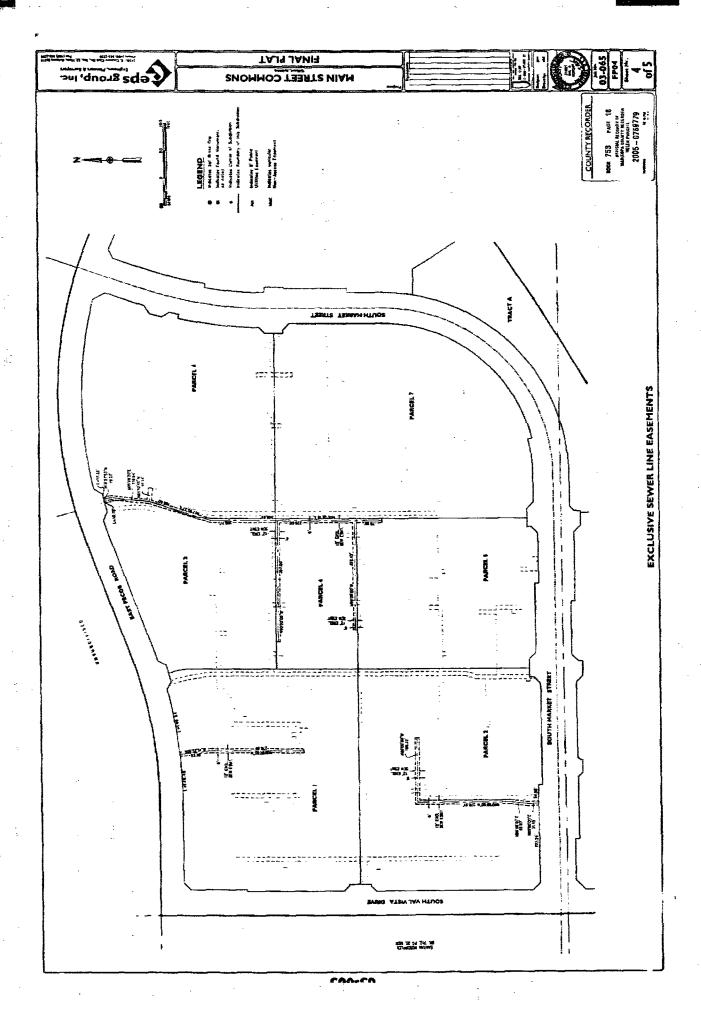
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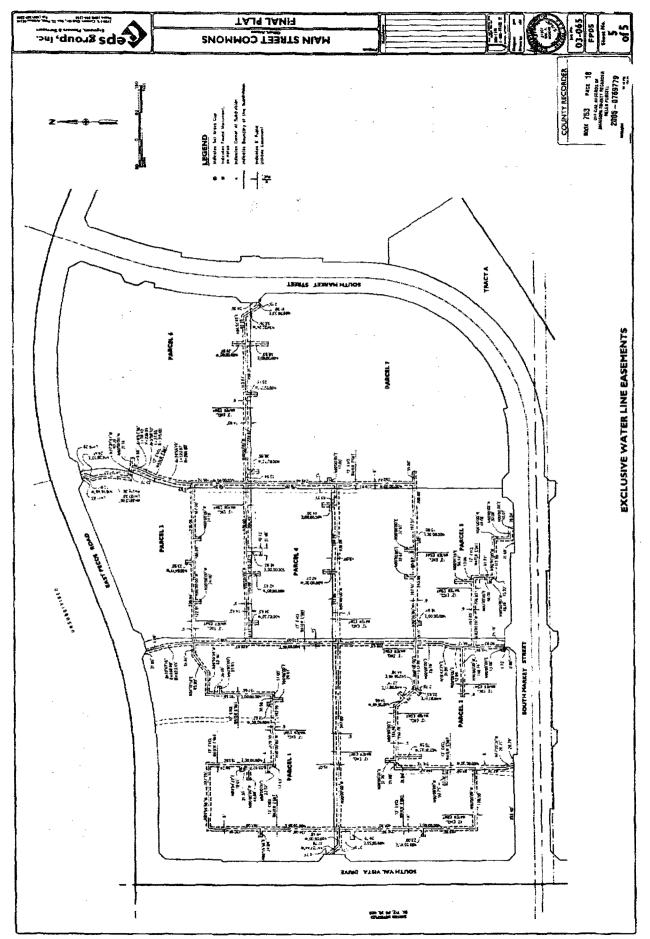
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Title No.: FTA12011777

LEGAL DESCRIPTION EXHIBIT "ONE"

The land referred to in this report is described as follows:

PARCEL NO. 1:

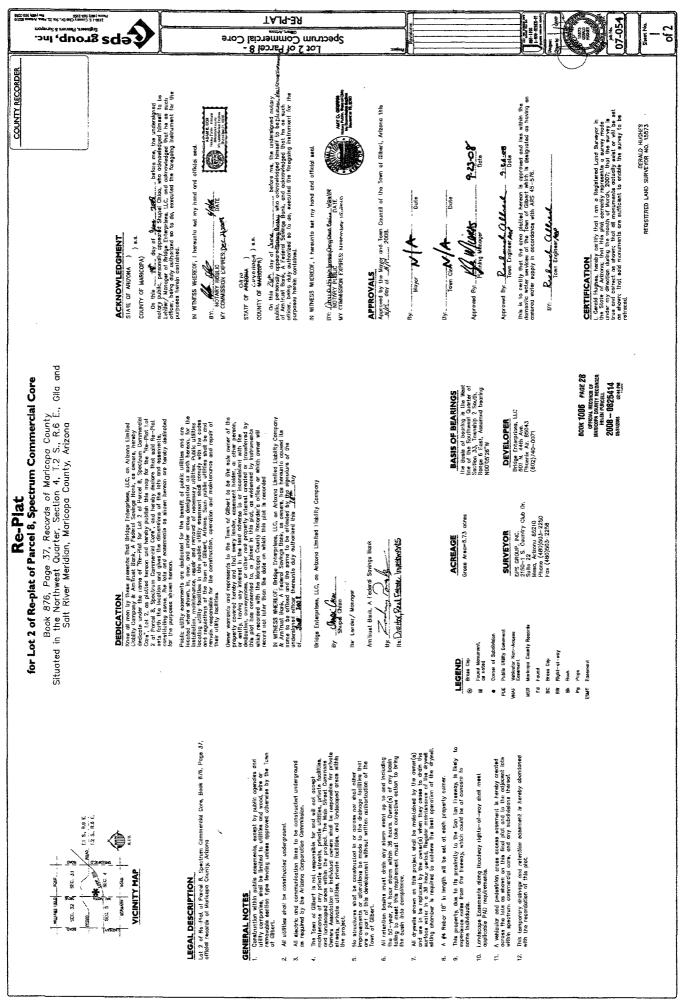
Lots 2A and 2B, of Re-Plat of LOT 2 RE-PLAT of PARCEL 8, SPECTRUM COMMERCIAL CORE, as defined in Book 876, page 37 AND RE-PLAT in Book 1006 of Maps, page 28, records of Maricopa County, Arizona, situated in the Northwest quarter of Section 4, Township 2 South, Range 6 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona.

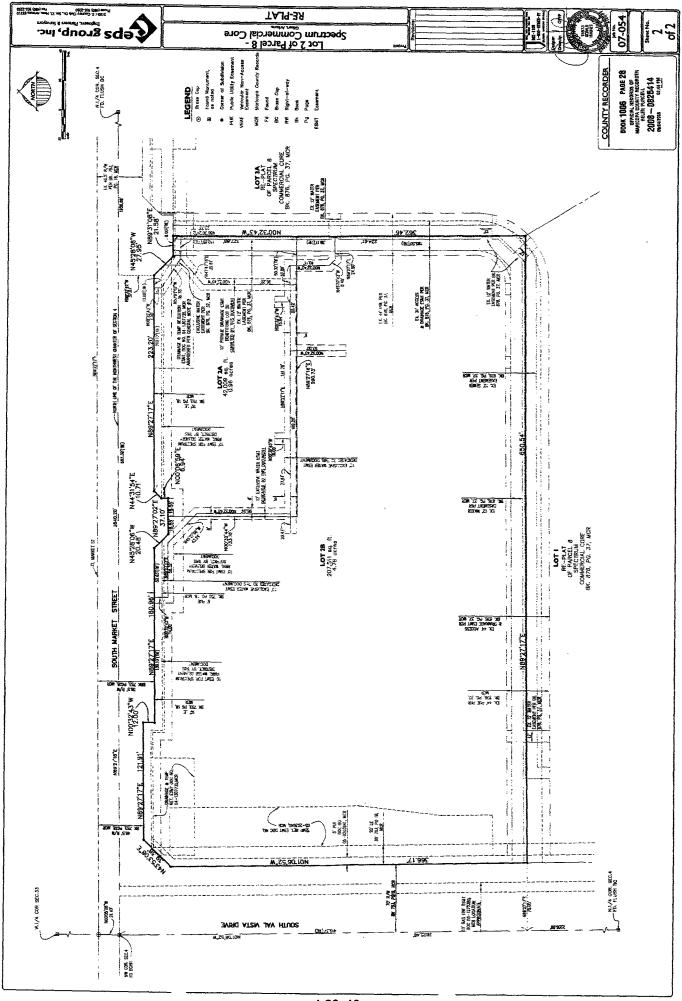
PARCEL NO. 2:

A non-exclusive easement for shared access, ingress, egress, utilities, and signage as created by that certain Amended and Restated Reciprocal Easement Agreement dated January 11, 2007 and recorded January 11, 2007 in Document No. 07-47946.

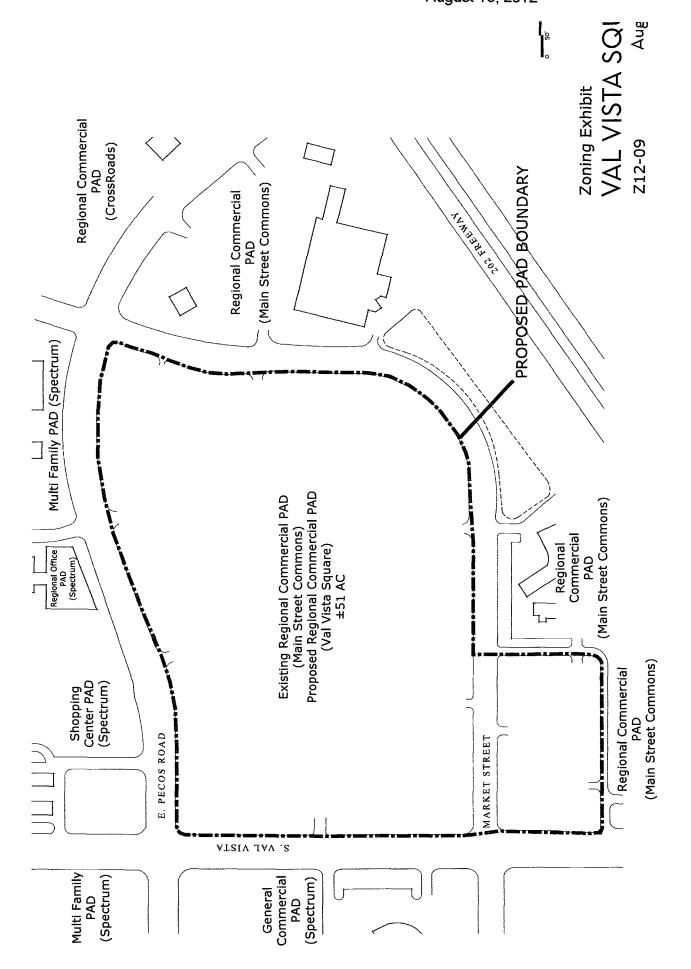
PARCEL NO. 3:

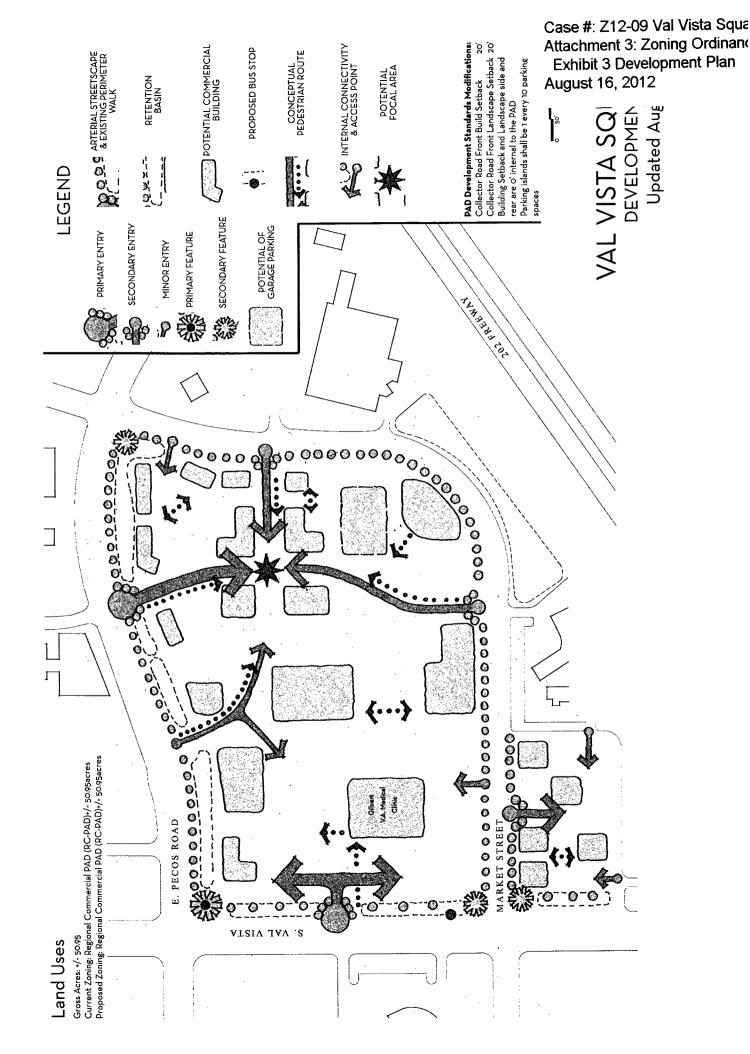
The beneficial easements set forth in that certain Common Operation and Reciprocal Easement Agreement dated October 26, 2007 and recorded October 26, 2007 in Recording No. 07-1162893. (Parcel No. 3 is appurtenant to Lot 2A only)

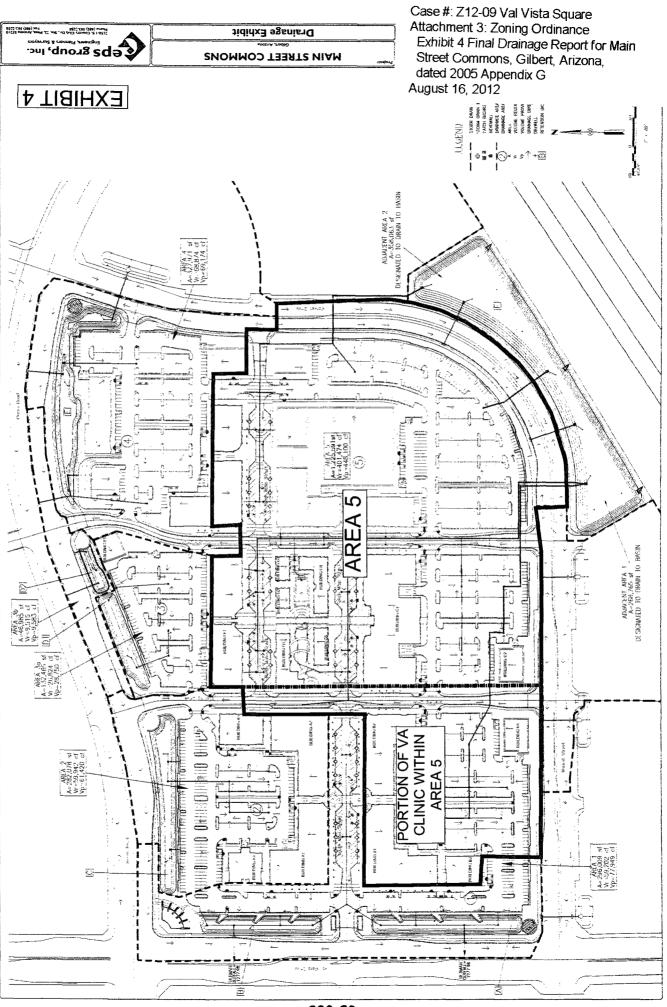




Case #: Z12-09 Val Vista Square Attachment 3: Zoning Ordinance Exhibit 2 Zoning Exhibit August 16, 2012







Case #: Z12-09 Val Vista Square Attachment 5 Val Vista Square Rezoning PAD Narrative August 16, 2012

Val Vista Square

Rezoning PAD

Narrative

Executive Summary

The Val Vista Square Planned Area Development ("PAD") establishes the basic development plan concept and other standards to facilitate development, over time, of a high quality, mixed-use project on approximately fifty acres located southeast of the corner of East Pecos Road and South Val Vista Drive. Val Vista Square is envisioned as a market relevant, mixed-use project that may include healthcare offices, clinics and other medical related services, general office employment, general retail, eating and drinking establishments and possible hospitality uses in a high quality, and cohesively designed setting. Val Vista Square embraces the Towns' vision of the commercial, medical and retail core that is continuing to develop and evolve in this specific corridor of the SanTan Loop 202. Concurrently with this application, the first phase of development of Val Vista Square contemplates a 2-story, 60,000 usable square foot (+/- 74,000 gross square foot) Department of Veterans Affairs Southeast Health Care Clinic (the "VA Clinic") to be located on approximately 10 acres at the northeast corner of South Val Vista Drive and Market Street. Through this rezoning, Val Vista Square is planned to respond to this exciting and beneficial market need today, while preserving options for an evolving future.

Specifically, this application seeks to rezone the Val Vista Square property from its previous Regional Commercial with a Planned Area Development Overlay to a new Regional Commercial with a Planned Area Development Overlay ("RC-PAD") zoning designation. The PAD overlay will be used to establish the basic development plan. The development plan is flexible and will evolve and respond to the market over time, but also provides strong overall guidance. Development components such as features, project entries, arterial and internal streetscape hierarchy will be determined and details included in the future design guidelines, to ensure a cohesive high quality project that will be an asset for the Town of Gilbert.

Property Background

The Val Vista Square property (the "Property") is comprised of approximately fifty contiguous acres located at the southeast corner of East Pecos Road and South Val Vista Drive, and the southeast corner of Market Street and South Val Vista Drive. The Property was formally the core of the Main Street Commons project, a former development concept of a densely planned outdoor retail "lifestyle-mall" and other planned uses, which was approved by the Town of Gilbert on March 15, 2005. The Property is comprised of seven platted parcels within the Final Plat for Main Street Commons; Parcels 1, 2, 3, 4, 5, 6 and 7, and two platted parcels of Parcel 8 Spectrum Commercial Core Lot 2 Replat; Parcels 2A and 2B. Parcel 5 is located on Market Street in the south central portion of these 7 parcels, is approximately 5.38 acres in size, and is owned by Adelson/Fijan Properties II, LLC. Parcels 2A and 2B, located south of the other 7 parcels, and south of Market Street; comprise a total of approximately 5.73 acres, and are owned by Bridge Enterprises LLC. The remaining parcels (1, 2, 3, 4, 6, and 7), at approximately 39.84

acres; comprise the balance of the Property, and are owned by Gilbert Growth Properties LLC. The three owners of the Property are working together on this rezoning to present a coordinated conceptual development plan for the future of the entire Property.

Previous & Existing Entitlements - Spectrum at Val Vista, Main Street Commons

In September of 1999, Town Council approved a General Plan Amendment and Specific Area Plan establishing the Spectrum at Val Vista, and concurrently established the original zoning through Ordinance 1209. On October 1, 2002, the Town Council approved Ordinance 1431, which rezoned the current project site (known at that time as Parcel 13) to a General Commercial (C-2) zoning district. On March 15th, 2005, Town Council amended the Spectrum at Val Vista PAD to create the 92 acre Main Street Commons PAD through Ordinance 1641. At that time, Parcel 13 was shown to include retail, restaurant, office and bank uses. Because of similar competing retail development within very close proximity, and drastically changed market conditions since that time; the proposed application seeks to rezone the Property to remove ±51 acres from both the Spectrum and Main Street Commons PAD's to accommodate existing and future viable market opportunities.

Neighboring Development

Neighboring properties in the immediate vicinity of the Property are partially developed and provide a cohesive mix of non-residential commercial and medium density multi-family residential uses. There is existing higher quality, multi-family residential development to the north of the Property, comprised of Azul at Spectrum and Borrego at Spectrum, both Mark Taylor managed properties. Also to the north of the Property is the existing Rome Towers, a multi-story Class A office building. To the West of the Property is the partially developed SanTan Motorplex, an automotive retail sales and service complex, which will eventually comprise over a dozen automotive dealerships and service facilities. To the south of the Property, there are two existing hotels; Hampton Inn & Suites and Hyatt Place. Also south of the property is the Mountainside Fitness facility, which includes several small retail shops. To the east of the Property is a planned large-scale grocer, Winco Foods; which was approved by the Town on August 19th, 2010. The remaining surrounding property is vacant and undeveloped land, but includes additional medium density multi-family residential, some shopping center retail, and some additional General and Regional Commercial zoning.

Development Influences

Mercy Gilbert Medical Center and surrounding medical use development. The Property is located approximately one half mile north of Mercy Gilbert Medical Center. This hospital is a full-service, 212-bed, acute care, not-for-profit community hospital providing exceptional healthcare through varying areas of service to the East Valley. The hospital is a newer, flagship facility of Dignity Health (formally known as Catholic Healthcare Systems); the fifth largest health system in the nation. The hospital serves as the anchor and catalyst for the burgeoning medical technologies and services industries uses that have developed and are planned for the Val Vista Medical Growth Area (as designated in the Gilbert General Plan), over hundreds of acres south of the Loop 202. The continued growth and expansion of medical and biotechnical business and services in this growth area will continue to have a large impact on the Property and the surrounding areas. The VA Clinic is a natural extension of this anchor, and the balance of the Property will be situated to respond to additional opportunities for medical services and office space, as well as a desired mix of other commercial, retail and hospitality that support and complement those uses.

SanTan Village Regional Shopping Mall & San Tan Village Retail Power Center. This successful outdoor lifestyle mall and adjacent power retail center are between one-half mile and one mile to the north of the Property. Development of the San Tan Village retail complex has firmly established it as the regional retail base for the area. The proximity of San Tan Village to the Property, coupled with the fortunate market timing of San Tan Village, has certainly precluded any reasonable possibility that the formally contemplated Main Street Commons project will be developed. The regional mall and power center together at San Tan Village have attracted and retained the most likely and desired national anchor, big box and specialty retailers that were an absolute necessity for the successful development of Main Street Commons. Despite the current, possibly over-retailed condition of the "Central 202 Core Growth Area" (as designated in the Gilbert General Plan), there is an anticipation that future market conditions, including the build out of the area's planned additional medium density multi-family residential; may support down-scaled retail development for the Property that is more appropriate in size, scale and offerings to that which would be expected in neighborhood and community commercial classifications. To this end, smaller and medium scaled retailers and services, including restaurants and taverns, will be targeted to provide limited shopping and basic services at the neighborhood level, but that play an accessory role to the VA Clinic and other anticipated medical and employment uses.

Loop 202 Corridor. Direct access to the Property is achieved from Val Vista Drive and Market Street. The interchange of the Loop 202 Freeway and Val Vista Drive is approximately one-quarter mile to the south, providing convenient freeway access to the site. Additional access to the Loop 202 is available from the partial interchange at SanTan Village Parkway, via Market Street, approximately six-tenths of a

mile to the northeast. This modern regional infrastructure, coupled with the complete build out of the surrounding major and minor arterial surface street network provides an exceptional level of accessibility to the entire East Valley, and greatly complements and supports the development aspirations of the Val Vista Square ownership group and the Town of Gilbert.

Project Overview

The Val Vista Square PAD rezoning seeks to establish the regulatory framework and overall development plan vision for a balanced mixed-use project that compliments the surrounding Spectrum commercial, medical and multi-family residential development, and provides opportunities for additional medical facilities, high quality office space and other employment, retail, restaurant and potentially entertainment and hospitality uses. The primary goals for the Val Vista Square PAD are:

- 1. Facilitate development of a mixed use project that may include employment, retail, and other land use components that utilize the Town's RC Zoning District with a PAD Overlay.
- 2. Create a highly flexible development plan with established development standards and eventual design quality guidelines that promote the Town's goals for this growth area.
- 3. Create the zoning regulation environment that facilitates the immediate and concurrent review and approval of the Veterans Administration's new Gilbert Outpatient Clinic, which has been awarded to this location in Gilbert, and is a highly desired amenity for our veteran community, and a new direction and catalyst of employment and development activity for the surrounding area.
- 4. Establish the inclusion of development components such as features, entries, circulation and streetscape, which will be defined in more detail in the future design guidelines.

Project Vision. The planning concept for Val Vista Square is based on a vision to create a market relevant, flexible, mixed use project that draws inspiration from three development influences: the Environmental Context, Community Values and Economic Viability.

Environmental Context: Community design should strive to marry pragmatic purpose and Environmental Context to achieve a sustainable development concept that adds long term value to the community. Important Environmental Context considerations include the existing land use framework, existing development, transportation infrastructure, and other contextual development influences that affect proposed development. The specific Environmental Context that influences Val Vista Square includes the Mercy Gilbert Medical Center, the proposed VA Clinic, and other surrounding medical development; the San Tan Village Regional Mall and adjacent significant retail development; proximity

to the Loop 202; the San Tan Motorplex; and adjacent existing and proposed medium density, multi-family residential development.

Val Vista Square will thoughtfully consider and respond to this local Environmental Context by creating a high quality development framework that 1) supports and expands existing medical and bio-tech industry sector employers, 2) provides opportunities for new employers in this and other employment segments, and 3) provides opportunities for retail, restaurants, hospitality and other services that complement and serve the surrounding trade area. The result will be a project that contributes to a sustainable Environmental Context.

Community Values: Community Values represent the shared ideas and beliefs that establish the foundation for the growth of a community. The Community Values that influence development of Val Vista Square are articulated within the Town of Gilbert's General Plan 2011, and in the Town's stated strategic objectives of targeting certain business employment clusters, including the life science and healthcare industry. These goals include: becoming a "Preferred Environment" for healthcare-related companies, providing a vibrant and dynamic business climate, delivering a mix of synergistic land uses that is appropriately located to promote employment opportunities while enhancing Gilbert's quality of life, and to maintain and grow a safe, healthy, clean, attractive, family-oriented community.

Val Vista Square acknowledges and responds to these Community Values by offering opportunities for new employment uses that support the City's employment goals, particularly targeting its strategic objective of life science and healthcare related employers and uses.

Economic Viability: Economic Viability is the cornerstone of a successful development vision. Val Vista Square will be promoted, designed, and ultimately developed in response to the economic realities of the market, but will also maintain meaningful flexibility with an eye towards creating a project with medium and long term economic viability that can mature and evolve as the area grows.

Val Vista Square fulfills this goal by following a sustainable economic model that is flexible and responds to the needs of the market, which could include a complimentary mix of integrated land uses such as a high quality medical or office environment, complimentary retail, restaurant and other services; uses that are viable and appropriate on their own, but that also support each other.

Val Vista Square will combine Environmental Context, Community Values, and Economic Viability to create a viable, high quality, development project that maintains its flexibility and market responsiveness to a rapidly changing environment, but is also an integral component of a larger long term vision for the surrounding area that will evolve over the decades to come.

Vertical Development Overlay Zoning District

Val Vista Square falls entirely within the Area 5 Vertical Development Overlay Zoning District (per the Town's Official Zoning Map, dated 07/01/2010). Table 3.503A in the Land Development Code grants 90 feet and 6 stories as the Base Maximum for Regional Commercial zoning districts, and this is the building height regulation for the Property by right.

A Bonus Maximum of 150 feet and 11 stories is available, as are Bonus Maximum reductions up to 50% of required landscape and setbacks normally required for the Regional Commercial District. The PAD does not seek bonus heights or setbacks at this time. Bonus heights or setbacks may be applied for in the future to the Town Council, and may be approved at the discretion of the Town Council.

Design Guidelines for Future Phases. Design guidelines for the Future Phases of Val Vista Square (the "Design Guidelines"), which include all phases of development except the V.A. Medical Clinic, will be compiled for review and approval by the Town of Gilbert Planning Staff and the Design Review Board. The Design Guidelines will provide general guidance for design of building form and materials, landscape, open space, pedestrian components, and other required standards. The Design Guidelines will be developed prior to development occurring on any portion of the future phases of Val Vista Square, and will incorporate the following Core Design Components.

Val Vista Square Core Design Components.

The Val Vista Square PAD development plan, this narrative, and the Design Guidelines will strive to establish a flexible development framework that allows the project to respond to market conditions, evolve over time, and develop as a high quality asset for the Town of Gilbert. This design framework will be built around three core design components:

1. Flexible Land Use & Development Plan Framework. The development plan for Val Vista Square envisions a mix of non-residential land uses that may include high quality employment, complimentary retail, restaurant and other services, and potential lodging hospitality. Development form may include stand alone buildings, clustered buildings, and free-standing pads that are integrated into the overall site design. Residential development is not envisioned within Val Vista Square. The development plan is also intended to include sufficient flexibility to respond to larger scale employment opportunities that may range from additional government sector uses that compliment the VA Medical Clinic, to a large scale office complex, technology or medical campus user. This range of potential development opportunities allows Val Vista Square to fulfill market needs while responding to the Town's goals of creating a synergistic mix

- of land uses that promote and maintain the desired quality of life, while providing the opportunities for multiple high wage employment users. The development plan and land use framework is intended to be just that, a framework. The development plan will evolve and respond to the market over time, but also provides strong overall guidance, in combination with the future design guidelines, to ensure a cohesive high quality project that will be an asset for the Town of Gilbert.
- 2. Community Connectivity. Val Vista Square will be designed with logical connections to the existing external street system, but will also be designed with an internal connectivity system that ensures appropriate vehicular and pedestrian access throughout the site. Val Vista Square is bordered on all sides by fully improved major and minor arterial streets that will influence the location of connection points from the site to the external streets as well as form the internal connectivity system. Current improvements include curb cuts, returns and median breaks at multiple access points surrounding the property. The existing sole entry access point off Val Vista will be fully utilized by providing immediate access to the VA Clinic, and future access to the remaining portion of the property that fronts Val Vista immediately to the north of the VA Clinic. A hierarchy of entries will be established which include a primary entry on each major arterial, several secondary entries on the minor arterial, and several other minor entries. For the remaining phases of development, these entry access points will line up with existing access points and roadways on Pecos Road and Market Street, where possible. Depending on the final form of development at Val Vista Square, the relocation of entry access points, at the expense of the respective developers may be necessary. Project Identity will be promoted by a hierarchical set of one primary and several secondary features that will inform traffic on both major arterials. Internal connectivity will be comprised of internal vehicular private drives that promote cross-connectivity throughout the site and an internal pedestrian system. Private drive design and circulation areas will carefully balance the needs of drivers and pedestrians. Pedestrian pathways will be developed along the project perimeter with the goal of moving people between destinations with the internal pedestrian system designed to connect key locations within the site and direct pedestrian traffic to public gathering spaces. Additional design guidance for private drives, pedestrian pathways and their internal connectivity among uses and focal areas will be included in the future Design Guidelines.
- 3. Cohesive Streetscape and Theming. An important component of a cohesive, high quality development plan is the overall approach to streetscape and community theming. In addition to the hierarchy of entries and features, cohesive and coordinated streetscape elements, landscaping, wayfinding systems and signage will be created for Val Vista Square that reinforce continuity between adjacent uses (both on-site and off-site), compliment the internal connectivity system, create a distinctive street presence, enhance the overall pedestrian experience, and importantly establish visual cues and direction for clarified wayfinding.

Common streetscape elements that will be further defined within the Design Guidelines include primary and secondary entries and features, landscape plant palettes, lighting, shade elements, decorative paving, site walls, and signage and monumentation themes.

Site Plan Review & Approval. The development plan included within the Val Vista Square PAD is intended to convey the general character and quality of future development. Pursuant to standard Town of Gilbert procedures, a specific site plan is required for each development proposal and must be processed through the Town's traditional site plan review process through the Design Review Board, with appeals to the Town Council.

Val Vista Square site will be developed under the RC zoning district with a PAD overlay. Additional guidance that articulates development and design quality will be established within the future Design Guidelines, and will be used to guide design and development of all phases of development except for the VA Medical Clinic. Building design elements from the approved VA Medical Clinic will be considered in the future Design Guidelines for the remaining portion of the Property. The RC PAD development standards and the Design Guidelines will guide the Planning Staff and other applicable approving bodies in their review of future proposed development.

Project Timing. The Val Vista Square development plan needs to remain flexible and responsive to the changing market conditions. The timing of development and construction of the various components of the Property is completely dependent on future market conditions for development and financing of various uses.

Private Drives.

- Arterial access points will be designed and developed with a hierarchy to differentiate between primary, secondary and minor entries.
- A primary and several secondary features
- Internal drives are planned to be private. These drive lanes will provide meaningful and deliberate connectivity between different uses on the Property, and will incorporate streetscape as defined in the future Design Guidelines.
- All arterial access points will be designed and constructed in compliance with Town of Gilbert Standard Detail for access points on major and minor arterial streets, and access points will line up with existing access points and roadways on Pecos Road and Market Street, where possible.
- Depending on ultimate location and configuration of private drive circulation; their design will
 consider potential elements that discourage cut-through traffic between external arterial
 streets.

- Updates to Traffic Impact Analysis (TIA) may be required as portions of the Future Phases are submitted for site plan review.
- Future private drive design will incorporate then-current Town of Gilbert standards for fire safety.
- Although the surrounding arterial streets and intersections are fully improved, any future
 additional offsite street improvements that may be required by future development on the
 Property will be completed prior to issuance of a Certificate of Occupancy for buildings within
 the portion of development that necessitated the additional improvements.

Conformance with Town of Gilbert General Plan

The current Town of Gilbert General Plan 2011 (Ratified May 17th, 2011) designation for the Property is Regional Commercial ("RC"). This General Plan designation allows for uses permitted in all other commercial categories, plus regional shopping centers, hospital/medical centers, hotels/motels and mixed-use developments. The RC General Plan designation appropriately reflects the planning goals and anticipated market demands for Val Vista Square and in turn, the mix of uses and overall development plan contemplated for Val Vista Square not only conforms with the General Plan 2011; but compliments many overall planning Goals and Objectives of the General Plan, including the following:

Chapter 2 Land Use and Growth Areas

2.2 Issues

- Need for development flexibility in Employment Classifications that are located in Growth Areas and Employment Corridors.
- Desire to attract more mixed-use developments.

2.3 Growth Areas

Central 202 Core Growth Area

The Property is located entirely within The Central 202 Core Growth Area. The Central 202 Core Growth Area includes the SanTan Village Regional Mall and several retail power centers. This area is capable of supporting concentrated development comprised of a variety of land uses including commercial, high rise office, tourism uses and business parks. The use of the Vertical Development Overlay Zoning District is highly encouraged within this centrally located business core.

2.4 Goals and Policies

Goal 1.0 Promote Gilbert as a community in which to live, work and play.

Policy 1.5 Designate and protect sites for employment uses in appropriate locations to increase the Town's employment base. *Goal 3.0* Manage growth to achieve an efficient, orderly and sustainable community.

- Policy 3.1 Promote development within Growth Areas where resources and infrastructure are in place or can reasonably be made available.
- Policy 3.5 Promote appropriate mixed-use development within existing land use classifications in identified growth areas that have multi-modal transportation options, including transit or high capacity transportation routes.

Goal 5.0 Promote commercial, retail, and employment land uses that are compatible with adjacent land uses and meet economic goals.

 Policy 5.3 Locate commercial and retail uses adjacent to residential uses in appropriate intensities to serve local, community and regional markets.

Goal 6.0 Direct development into identified growth areas.

- Policy 6.2 Provide a mix of land uses within each growth area including varied housing types and densities, employment opportunities and access to retail and commercial centers.
- Policy 6.5 Promote the continued development of a central employment spine along the Loop 202 SanTan Freeway.

Goal 7.0 Reduce automobile dependency in growth areas by efficient organization of land uses and other methods.

 Policy 7.4 Promote mixed-use development in identified Growth Areas or along transit and high-capacity transportation routes.

Chapter 6 Community Design

The following Community Design elements will be more fully articulated within the future Design Guidelines for the Property as discussed below.

6.3 Goals and Policies

Goal 1.0 Promote quality design for new development.

 Policy 1.1 New developments should strive to achieve highly articulated architecture (composition of individual pieces with relationships to one another), efficient site design, sustainable landscaping (water conserving/heat island reduction/cost effective), creative signage and energy efficient lighting.

Goal 6.0 Encourage developers to design attractive and functional retail and service facilities that serve the needs of residents, visitors and businesses.

 Policy 6.1 Encourage use of integrated architectural and landscape design themes for all commercial uses.

- Policy 6.3 Encourage service facilities to be screened from view in a well-integrated manner such as a combination of architectural walls softened with vegetation that result in a visually pleasing design.
- Policy 6.4 Encourage lighting plans to be designed using sustainable (energy
 efficient/cost effective) principles that not only enhance the design of the project but
 provide a safe level of illumination, without spilling glare onto adjacent uses or public
 rights-of-ways.
- Policy 6.6 Encourage use of comprehensive and master sign programs for all commercial developments to address design, graphics, installation and illumination for all types of signs as permitted by the sign code.
- Policy 6.8 Encourage developers to de-emphasize the view of parking lots from public streets by placing buildings toward the front of the site and reducing the expanse of parking fields by breaking fields into smaller clusters. Discourage the siting of gas pumps, drive-through windows or similar uses along street frontages.

Goal 7.0 Encourage developers to design neighborhood retail and office uses to respect residential scale and character.

- Policy 7.2 Encourage use of integrated architectural and landscape design themes for all commercial uses.
- Policy 7.3 Encourage service facilities to be screened from view in a well-integrated manner such as a combination of architectural walls softened with vegetation that result in a visually pleasing design.

Goal 9.0 Encourage a balance of aesthetic design principles with functional requirements.

- Policy 9.3 Encourage substantial landscaping in public and private projects to
 maintain a heavily landscaped feel to the community while utilizing drought tolerant
 plant materials and reclaimed water to irrigate planted areas to reduce the
 consumption of potable water.
- Policy 9.6 Encourage all projects to be designed to provide a visual effect consistent with
 the character and scale of the area. Encourage design of new buildings and retrofitting
 of existing buildings to articulate all facades and select materials that are durable and
 energy efficient.

Conformance with the PAD District Requirements

Pursuant to Article 3.1 of the Gilbert Land Development Code, a purpose of the Planned Area Development Overlay Zoning District ("PAD") is to allow for and provide opportunities for unique or mixed-use development. Val Vista Square PAD is being established primarily to facilitate development

of a unique, high quality development with a medical and employment focus, which could include retail in a supporting role that retains flexibility to respond to future development opportunities and changing market conditions. The PAD includes the development plan as a required exhibit to the PAD zoning, which among other things, depicts important design elements, relationships and connections between on-site uses and parking, and surrounding arterials and adjacent uses.